

CORPORATE GOVERNANCE POLICY OF ZAVAROVALNICA TRIGLAV D.D.

The Corporate Governance Policy of Zavarovalnica Triglav, d.d. (hereinafter: Zavarovalnica Triglav) determines the main guidelines concerning the governance of the Company, taking its long-term objectives into consideration.

1. MAIN GUIDELINES CONCERNING THE GOVERNANCE OF THE COMPANY, TAKING THE OBJECTIVES AND VALUES OF ZAVAROVALNICA TRIGLAV INTO CONSIDERATION

Objectives of Zavarovalnica Triglav:

The objective of the corporate governance policy for Zavarovalnica Triglav is to maximise the Company's value, thereby enhancing shareholder assets in the long term. This is achieved through competitive and high quality services, effective risk management, financial stability, and committed, highly professional and motivated employees.

Mission of Zavarovalnica Triglav:

We are building a safer future.

Vision of Zavarovalnica Triglav:

Our business operations are profitable and secure.

In terms of written premiums, the Triglav Group is the largest insurance company in the region of south-eastern Europe. Return on equity has been above 10% for the entire period. The combined ratio equals 95%. The profitable growth of the Triglav Group is derived from very competitive, high quality services, effective risk management, and the financial stability of the

Group, which serves to maintain the A rating it was awarded from an established credit rating agency.

Members of the Group have a better reputation than their competitors and are distinguished by the comprehensive insurance-financial services they offer through modern sales channels. Our customers see our products as simple and desirable. No less than a 10% share has been achieved in all our foreign markets. In terms of written premiums, we are one of the three largest insurance companies in all key markets.

We have a well-regulated and efficient governance system and follow the principles of modern organisation in all areas of business. Our processes are lean and simple. Dedicated and highly-qualified employees serve as the basis for our sustainable development.

The values of Zavarovalnica Triglav are:

– *Professionalism*

Business objectives are pursued through state-of-the-art insurance and financial services provided by highly professional employees. We are the driving force behind the professional development of insurance and financial services in the environment.

– *Security*

Effective risk management is used to provide for the security of operations. Our high quality financial products and services strengthen the financial security of our clients.

– *Simplicity*

Everything we do should generate value (usefulness). We are able to quickly eliminate any unnecessary complexity and red tape. The products and processes are simplified without reducing the level of professionalism.

– *Social responsibility*

Our sustainable development (a balance between social influences, environmental awareness and profitability) is based on corporate social responsibility implemented in the form of economic, legal, ethical and philanthropic responsibility.

Bodies of Zavarovalnica Triglav:

The bodies of Zavarovalnica Triglav are the General Meeting of Shareholders, the Supervisory Board and Management Board.

Management of Zavarovalnica Triglav:

Zavarovalnica Triglav has a two-tier management system. It is run by the Management Board and supervised by the Supervisory Board.

2. REFERENCE CORPORATE GOVERNANCE CODE

The reference governance code for Zavarovalnica Triglav is the Corporate Governance Code (hereinafter: the Code), which was adopted on 8 December 2009 by the Ljubljana Stock Exchange, the Slovenian Directors' Association and the Managers' Association of Slovenia.

In addition to the aforementioned Code, the Company also conducts business in line with the Insurance Code and fully complies with all its provisions.

Zavarovalnica Triglav has also adopted the Code of Good Business Practice of Zavarovalnica Triglav, d.d. which is accessible on its official website (www.triglav.eu).

3. STAKEHOLDER GROUPS AND STRATEGIES DEFINING COMMUNICATION AND COOPERATION WITH THEM

Comprehensive and active communication about Zavarovalnica Triglav with all groups of the public is a key principle. We endeavour to achieve fair and balanced two-way communication, thereby entering a responsible dialogue with the environment in which we conduct business.

3.1. Shareholders

Zavarovalnica Triglav maintains a corporate governance system that respects the principles of the equal treatment of shareholders and supports the responsible exercise of shareholders' rights. The long-term strategic objective of corporate governance is to ensure the continuous creation of value for shareholders.

Zavarovalnica Triglav uses the following communication channels in communication with existing and potential shareholders:

- participation in conferences in Slovenia and abroad;
- presentation meetings in financial centres worldwide;
- meetings with investors;
- General Meetings of Shareholders;
- press conferences announcing business results and other important corporate events;
- Zavarovalnica Triglav website;
- SEOnet system;
- communication with the financial media.

3.2. Policyholders and the insureds

Based on partnership relations, Zavarovalnica Triglav realises and fulfils all obligations agreed and arising from concluded insurance contracts. Partnership relations with policy holders are at the core of the insurance business and are fundamental to the mutual trust among the shareholders, the management and business partners (the policy holders) of Zavarovalnica Triglav.

The Company's highly qualified professionals maintain personal contacts with the policy holders, both in terms of underwriting and claim settlements. The first contact made with the policy holders is by our experts, sales staff in the field and in offices where information is provided on the offer, insurance contract conclusion and the filing of claims.

At Zavarovalnica Triglav, we prepare materials providing information on recent developments in the insurance sector and topical professional guidelines. We provide professional publications offering the policy holders all the insurance information required. We strive to gain the trust of the policy holders through the quality of our services.

3.3. Government bodies

Zavarovalnica Triglav ensures that all phases of the business process comply with the regulations, recommendations, good practices and requirements of the competent bodies. The experts of Zavarovalnica Triglav actively participate in working groups preparing amendments to insurance legislation.

3.4. Supervisory bodies

The operations of Zavarovalnica Triglav are supervised by the Insurance Supervision Agency, the Securities Market Agency and the Ljubljana Stock Exchange. Zavarovalnica Triglav makes every effort to foster good cooperation with the supervisory bodies and to adhere to their decisions.

3.5. Suppliers and creditors

Based on partnership relations, Zavarovalnica Triglav realises and fulfils all obligations agreed. Consistent observance of obligations reinforces Zavarovalnica Triglav's good reputation.

3.6. Employees

Developing the expertise and potential of its staff serves as the basis for Zavarovalnica Triglav's competitive edge, which will be further strengthened by the engagement of motivated employees. Communication with employees is conducted by applying various tools, which help to create a positive working atmosphere in the Company.

The Company communicates with its employees in particular through:

- the application deployed as an integral part of the in-house information system;
- the in-house newsletter OBZORNIK;
- events organised for employees,
- meetings with the Works Council and representative trade unions;
- "Staff Ideas" post box;
- annual interviews with employees;
- open door days held by the President of the Management Board for employees;
- e-mail: triglav.smo@triglav.si;
- communication channel of e-mail: dpp@triglav.si;
- ad hoc brochures (Day of Health, Idea IN, etc.), posters to raise awareness of the importance of health protection, etc.
- the Triglav.smo and Zavarujmo zdravje brands.

3.7. Analysts

The analysts represent one of the key groups in the professional financial public. Their financial analyses, forecasts and recommendations may serve as leverage to strengthen the attractiveness of the shares of Zavarovalnica Triglav since they facilitate the shareholders' decisions on the purchase or sale of shares. Communication with analysts is the responsibility of the Management Board or a person authorised by the Management Board.

3.8. Media

Zavarovalnica Triglav develops active relations with the media and their representatives. Aware of the media's important role in presenting Zavarovalnica Triglav's image to the public, the Company conducts its communication with the media proactively, responsibly and in line with the Communication Code of the Triglav Group.

3.9 Local and broader communities

In order to promote its visibility and the recognition of its brand in the social environment, Zavarovalnica Triglav forms partnerships at the local and national levels. Zavarovalnica Triglav

also offers sponsorships and donations in the areas of culture, education, humanitarian activities and sports. The social environment is supported at both local and national levels. Local support is usually provided through branch offices, whereas major national projects are sponsored at the corporate level. The Company is aware of its responsibility to the environment in which it operates and actively invests in its development.

4. POLICY OF RELATED PARTY TRANSACTIONS

Normally, Zavarovalnica Triglav carries out all transactions with related parties under market conditions. Within transactions with related parties, Zavarovalnica Triglav mainly acts as the parent entity of the Triglav Group that also includes the subsidiaries, and it functions according to the principle of enhancing the performance of all subsidiaries and the entire Group.

All activities in connection with related parties are divided into the governance activities, strategic-development and operational activities.

Governance activities are all activities concerning the ownership in related parties (governance and control) and unrelated parties would normally not be willing to order or pay for these activities. The governance activities are not charged to related parties by Zavarovalnica Triglav.

Strategic-development activities are activities that relate to joint development, the implementation of new products, IT solutions and other development activities whereas the operational activities concern the implementation of administrative, financial, human resource and other services. The related parties and unrelated parties are charged for these services under the same conditions.

5. PROVIDING INFORMATION ON THE TRIGLAV GROUP GOVERNANCE STRATEGY AND STANDARDS TO SUBSIDIARIES AND SHAREHOLDERS

The governance of the Company's subsidiaries is laid out in the document titled "Triglav Group Subsidiary Governance Policy" (hereinafter: *the Policy*)" and in the "Rules on the management and control of the subsidiaries of the Triglav Group (hereinafter: *the Rules*)".

The policy is the basic internal document establishing the system of governing the subsidiaries of the Group. It establishes a system of governance by standardising and unifying rules and

procedures of the various business lines in the Group subsidiaries and is aimed at establishing uniform minimum standards in the core business, reporting and control at the Group level.

The **Rules** shall specify that the Subsidiary Governance Division is responsible for the corporate governance and control of the Group subsidiaries.

The **Subsidiary Governance Division** is responsible for the comprehensive control and governance of the subsidiaries, control over the implementation of planned activities, and aims to increase the benefits and improve the functioning of the subsidiaries.

The Rules shall govern the organisation, governance and control of the subsidiaries as well as the Group expansion.

The **management of subsidiaries** is carried out through the following processes:

- analysis of the situation in the subsidiary
- preparation of the development strategy of the subsidiary
- transfer of minimal standards to the subsidiaries
- activities in connection with seconded employees
- control over the subsidiary.

Control over the subsidiaries is performed through the following processes:

- regular reporting on the operations of the subsidiaries (monthly, quarterly and annually)
- coordination of control via the supervisory bodies of the subsidiary and
- the reports and resolutions drafted for the Management Board of Zavarovalnica Triglav, d.d. and the Management Board of Triglav INT, d.d.

The **operations and activities of all Triglav Group companies** are governed by:

- local legislation
- business cooperation agreements with Zavarovalnica Triglav
- decisions adopted by the bodies of subsidiaries
- internal documents and rules.

6. DIVISION OF RESPONSIBILITIES AND COMPETENCES AMONG THE MANAGEMENT BOARD AND SUPERVISORY BOARD MEMBERS

Zavarovalnica Triglav is run by the Management Board, whose work is supervised by the Supervisory Board.

Management board:

The Management Board has no less than 3 (three) and no more than 6 (six) members, of whom one is the President. The exact number of the Management Board members and their field of competence are determined by the Supervisory Board in the Management Board Rules. The appointment or recall of all members or an individual member of the Management Board is proposed to the Supervisory Board by the President of the Management Board. The President and all members of the Management Board are employed by Zavarovalnica Triglav under full-time permanent work contracts. In Zavarovalnica Triglav, the employee representative is a member of the Management Board.

The company shall be represented and presented by the Management Board without limitation. The Management Board acts in line with Zavarovalnica Triglav's goals to maximise shareholder benefits, taking into account the principles of sustainable development and the other stakeholders. The conducting of the Company's business cannot be transferred from the Management Board to any other body of the Company.

The Management Board shall adopt decisions by a simple majority of votes cast. Where a vote is tied, the President holds the casting vote.

The competences and duties of the Management Board are set out in the Companies Act, the Insurance Act, the Articles of Association and the Management Board Rules. In the framework of its most important tasks, the Management board shall:

- manage and organise the operations;
- present and represent the Company in contacts with third parties;
- be responsible for the compliance of the operations;
- adopt the strategy of the development of Zavarovalnica Triglav in conjunction with the Supervisory Board;
- adopts the annual plan jointly with the Supervisory Board;
- adopts the normative documents of Zavarovalnica Triglav;
- deliver reports on the operations of Zavarovalnica Triglav and the Triglav Group to the Supervisory Board, prepare a draft annual report with the business report and submit it to the Supervisory Board together with the Auditor's Report and a proposal concerning the allocation of profits;
- decide on the macro-organisation of the Company as well as its micro-organisation;
- convene the General Meeting of Shareholders.
- implement the decisions of the General Meeting of Shareholders.

Supervisory Board:

The Supervisory Board of Zavarovalnica Triglav has 9 (nine) members, of whom 6 (six) are representatives of the shareholders and 3 (three) are representatives of the employees. Members of the Supervisory Board, shareholder representatives, are elected by the General Meeting of Shareholders. Members of the Supervisory Board, employee representatives, are elected by the Works Council of Zavarovalnica Triglav that informs the General Meeting of its resolution. The Supervisory Board elects its Chairman and Vice Chairman from among its members. The Chairman and Vice Chairman of the Supervisory Board represent shareholders. The General Meeting of Shareholders may recall a Supervisory Board member before the end of their term of office. In order to provide a substitute for the member of the Supervisory Board deprived of their office, the General Meeting of Shareholders elects a new member with a term of office lasting until the end of the term of office of the Supervisory Board. Members of the Supervisory Board shall be given a four-year term of office and may be re-elected without limitation.

The Supervisory Board shall have the following competences and tasks:

The Supervisory Board shall oversee the governance and business operations of the Company. In addition to the competences set out in the Companies Act and the Insurance Act, the Supervisory Board gives consent to decisions of the Management Board where the value or an investment exceeds the amount set out in the Rules of Procedure of the Supervisory Board, i.e. in the event of incorporating limited companies in Slovenia and abroad, the acquisition or sale of stakes in foreign or domestic companies, the issue of debt securities and long-term borrowing from domestic or foreign banks and the acquisition, sale of, or investment in real estate.

With regard to supervising the governance and business operations of Zavarovalnica Triglav, the Supervisory Board shall:

- supervise the suitability of procedures and the effectiveness of the work of the Audit Committee;
- consider the findings of the Insurance Supervision Agency, the tax authorities and other supervisory bodies following their scrutiny of Zavarovalnica Triglav;
- examine the annual and other financial reports of the Company and issue a reasoned opinion thereon, provide an opinion on the annual internal audit report to the General Meeting of Shareholders and produce a written report thereon for the General Meeting of Shareholders;

- review the proposal for the use of distributable profit as proposed by the Management Board and produce a written report thereon for the General Meeting of Shareholders;
- review the Annual Report submitted by the Management Board, give an opinion on the audit report and prepare a written report thereon for the General Meeting of Shareholders, and shall either include possible objections or adopt the document.

Within the scope of its competences, the Supervisory Board may examine relevant decisions made by competent authorities, accounting records, securities held in custody, the petty cash book and similar documents containing information and facts regarding the operations of Zavarovalnica Triglav. The Supervisory Board shall decide by a majority of votes cast.

The Supervisory Board drafts an annual plan of its activities and defines their content. The Supervisory Board's agenda contains the proposed dates of the meetings and their provisional content, especially those for which Supervisory Board meeting dates can be planned ahead.

The Supervisory Board shall appoint and may also dismiss the members of the Management Board. It strives to preserve the continuity of the Management Board's work by the prudent and timely selection of the President and, on the proposal of the latter, the members of the Management Board.

In adopting the most important decisions, which can significantly influence the business, financial or legal status of the Company, the Management Board and the Supervisory Board shall endeavour to reach an agreement. The President of the Management Board maintains regular contact with the Chairman of the Supervisory Board in order to discuss strategy, business operations and risk management. The President of the Management Board informs the Chairman of the Supervisory Board of all events which are material for the assessment of the situation and its consequences, as well as for the governance of the Company. The President of the Supervisory Board informs the Supervisory Board of all significant events and convenes meetings where necessary. The Management Board maintains close cooperation with the Supervisory Board in line with the applicable legislation and good business practice for the benefit of Zavarovalnica Triglav.

7. SUPERVISORY BOARD COMMITTEES AND THEIR COMPETENCES

The Supervisory Board may appoint one or more committees that prepare draft resolutions for the Supervisory Board, ensure their implementation and carry out other professional tasks. The committees may not decide on the issues falling under the competence of the Supervisory

Board; however, they can contribute to the efficiency and professionalism of the functioning of the Supervisory Board.

In accordance with the legislation in force, the Supervisory Board of Zavarovalnica Triglav shall establish an Audit Committee.

Committees may pass their own rules of procedure; failing that, their work is governed *mutatis mutandis* by the provisions of the Rules of Procedure of the Supervisory Board.

Zavarovalnica Triglav is made up of the Audit Committee, the Nomination and Remuneration Committee, the Strategy Committee and the Nominations Committee.

The duties and competences of the Audit Committee are set out in the Companies Act, the Rules of Procedure of the Supervisory Board and the Supervisory Board resolutions. The most important of these are:

- monitoring the financial reporting process
- monitoring the internal control systems, reports and recommendations of the Internal Audit
- monitoring the risk management systems and the mandatory audit of annual and consolidated financial statements
- proposing to the Supervisory Board the candidate for the auditor of the annual report of the Company
- evaluating the drafting of the annual report, which includes a draft proposal for the Supervisory Board
- helping to identify the most important audit areas.

The duties and competences of the Nomination and Remuneration Committee, set out in the Rules of Procedure of the Supervisory Board and the Supervisory Board resolutions, include:

- drafting proposals for the Supervisory Board regarding the criteria and candidates for membership of the Management Board;
- participating in the evaluation of the work of the Management Board and preparing reasoned explanations of the grounds of culpable liability resulting in the recall of a member of the Management Board in the event of such;
- drafting proposals regarding the policy of remuneration, compensation and other benefits of the Management Board members;
- monitoring the existing goals and evaluation criteria for the work of the Management Board members at regular intervals.

The duties and competences of the Strategy Committee are set out in the Rules of Procedure of the Supervisory Board and in the Supervisory Board resolutions. Its tasks include monitoring the implementation of the Triglav Group strategy, adopting opinions thereon as well as drafting resolutions for the Supervisory Board and ensuring their realisation. The Strategy Committee reports on its activities to the Supervisory Board.

The duties and competences of the Nominations Committee are set out in the Supervisory Board resolution. The Nominations Committee is tasked with carrying out the procedure for appointing a member to the Supervisory Board and submitting a relevant proposal to the Supervisory Board. The Nominations Committee is not a standing committee and has been established by the Supervisory Board for a definite period of time.

8. ESTABLISHING A CONFLICT OF INTEREST AND INDEPENDENCE OF THE MEMBERS OF THE SUPERVISORY BOARD AND MANAGEMENT BOARD OF ZAVAROVALNICA TRIGLAV

Supervisory Board:

Once a year, upon (re)appointment and upon each change, the Supervisory Board members shall sign and submit to the Supervisory Board a statement of independence and loyalty thereby taking a position with respect to individual conflicts of interest in accordance with the criteria set out in the Corporate Governance Code and the Rules of Procedure of the Supervisory Board.

Supervisory Board members inform the Supervisory Board of any conflict of interest pertaining to their membership of the Supervisory Board.

In the event of a suspected conflict of interest or breach of the non-compete obligation, the relevant member of the Supervisory Board or the Management Board shall immediately inform the Supervisory Board. If the Supervisory Board determines the case at hand to be a breach of the non-compete obligation, the relevant member of the Management Board or the Supervisory Board is obliged to immediately discontinue the breach and transfer the gains from the business in question to the Company, as well as compensate the Company for any damages.

If the Supervisory Board determines the case at hand to be a material conflict of interest, the relevant member shall immediately terminate the controversial relationship, failing which, the Supervisory Board shall assess the need for the relevant person's function as member of the Management Board or Supervisory Board to be terminated and take appropriate action.

In the event of a potential conflict of interest, a relevant member of the Supervisory Board shall offer an explanation of the conflict of interest and abstain from voting on the issues related to the conflict of interest.

A potential conflict of interest should be taken into account by the Supervisory Board in the selection of candidates for members, i.e., candidates with existing conflicts of interest which could significantly affect their decision-making will not be deemed suitable to be appointed members of the Supervisory Board.

Furthermore, in their work, individual members of the Supervisory Board are not bound by the opinions or directions of those who elected, proposed or appointed them, taking full personal responsibility for the execution of their duties.

The Supervisory Board appoints a Nominations Committee which carries out the procedure for appointing members of the Supervisory Board and Management Board, and submits to the Supervisory Board a proposal for the appointment of candidates. Candidates for the Supervisory Board and Management Board members shall comply with the legal requirements necessary to become a member of the Supervisory Board or Management Board of Zavarovalnica Triglav and, considering the Company's size and line of business, possess the appropriate expertise, experience and skills as well as personal integrity and suitability required for the performance of these duties. When the procedure is finalised, the Supervisory Board proposes to the General Meeting of Shareholders the appointment of candidates to become members of the Supervisory Board and the Management Board respectively.

Management board:

In the event of a suspected conflict of interest or breach of the non-compete obligation, the relevant member of the Management Board shall immediately inform the Supervisory Board. If the Supervisory Board determines the case at hand to be a breach of the non-compete obligation, the relevant member of the Management Board shall immediately discontinue the breach and transfer the gains from the business in question to the Company, as well as compensate the Company for any damages.

The members of the Management Board shall be constantly alert to the existence of circumstances resulting in an actual or potential conflict of interest related to the performance of their work or function and shall act in accordance with the internal rules on the disclosure and prevention of conflicts of interest. They shall not use the information acquired in relation to performing this function to promote the interests of themselves or somebody else.

In the event of a potential conflict of interest, the relevant member of the Management Board shall offer an explanation of the conflict of interest and abstain from voting on the issues related to the conflict of interest.

The procedure for the elimination or disclosure of a conflict of interest and for the exclusion of the member of the Management Board from the decision-making process because of the actual or potential conflict of interest shall be documented in writing and explained.

The Rules of Zavarovalnica Triglav d.d. on the prevention of conflicts of interest stipulate and define:

- circumstances and the forms of conflicts of interest of the Company's employees;
- the duty to disclose any actual or potential conflict of interest;
- the duty to disclose any personal or economic relationships with third parties;
- rules, procedures and measures for the detection and prevention of conflicts of interest when the employees act on behalf of the Company.

9. COMMITMENT OF THE SUPERVISORY BOARD TO SELF-ASSESSMENT

The Supervisory Board of Zavarovalnica Triglav shall assess its own performance and state in the Supervisory Board report the extent to which the self-assessment performed contributed to the changes in the functioning of the Supervisory Board.

In assessing, the Supervisory Board shall perform the following activities:

- evaluate the work of the Supervisory Board and of the committees in the past year and, where necessary, formulate recommendations concerning the improvements needed;
- deliver an opinion on whether communication and cooperation between the Management Board and Supervisory Board has been appropriate;
- assess the contributions of individual members, their presence at the Supervisory Board meetings, and their involvement in discussions and in the decision-making process;
- verify the existence of circumstances which may give rise to a conflict of interest and the dependence of individual members respectively;
- deliver an opinion on the current Supervisory Board composition based on the needs resulting from the objectives set by Zavarovalnica Triglav.

10. DEFINITION OF THE COMMUNICATION STRATEGY OF ZAVAROVALNICA TRIGLAV

Zavarovalnica Triglav implements a proactive communication strategy, providing adequate and timely information to the public, business partners and employees, in line with the applicable legislation, the recommendations of the Ljubljana Stock Exchange, the Corporate Governance Code and the Communication Code of the Triglav Group. The latter established unified standards of corporate communication activities aimed at strengthening the visibility, integrity and reputation of Zavarovalnica Triglav and the Triglav Group in a transparent and integrated manner.

Internal communication:

Being aware that success is the joint result of all employees, Zavarovalnica Triglav pays special attention to communication with its employees. Internal communication guidelines are based on the establishment of business ethics that supports the understanding and development of the business environment.

External Communication:

It represents a tool to be used for strengthening the reputation and the target corporate image of Zavarovalnica Triglav as well as its business development strategy, and for informing the public of business operations and the realisation of strategic goals.

Protection of business secrets and procedures regarding the handling of controlled information

Zavarovalnica Triglav regulates the areas of business secret and controlled information protection with a set of internal documents. Furthermore, the Company maintains a system for labelling business secrets, the exchange and control of access to internal information, procedures regarding internal information, the duty of publishing and trading in financial instruments of Zavarovalnica Triglav in accordance with the Corporate Governance Code.

Zavarovalnica Triglav has a list of persons who have been granted access to inside information. Zavarovalnica Triglav informs the persons on the list of their inclusion on the list and requires them to sign a statement confirming that they have been informed of the inside information management rules and sanctions for the breach of obligations with regard to inside information.

Persons responsible for communication

The Management Board and the Chairman of the Supervisory Board of Zavarovalnica Triglav regularly communicate with the public. After the meetings, the Supervisory Board informs the public of all relevant information via press releases, whereas in the case of internal information, the Management Board informs the public of all relevant business decisions as

soon as possible and, in compliance with the financial calendar, via the SEOnet system, annual report and other tools.

The Management Board of Zavarovalnica Triglav is responsible for communication with investors in the field of operations, the Company's strategy and plan, whereas individual persons are responsible for individual fields of operation.

The competences in the field of communications are set out in the Communication Code of the Triglav Group.

Publication of the data on operations and of other relevant information

As one of the first-listing companies, Zavarovalnica Triglav adheres to the highest standards of information provision laid down in the Financial Instruments Market Act and in the recommendations of the Ljubljana Stock Exchange. Every year, a financial calendar with the dates of all important business reports and other business information is published on the website. Zavarovalnica Triglav regularly makes public announcements concerning internal and other relevant information that may impact the business decisions of investors or interested public.

11. PROTECTION OF THE INTERESTS OF EMPLOYEES AT ZAVAROVALNICA TRIGLAV

Zavarovalnica Triglav is convinced that competent, satisfied and motivated employees are crucial in order to achieve the business objectives of the Company. All human resource management activities are therefore focused on achieving these goals. Zavarovalnica Triglav is further aware that its business goals, as well as the economic conditions, are subject to constant change. It therefore regularly redefines and reevaluates the priorities in human resource management.

Zavarovalnica Triglav grants all employees equal rights irrespective of their nationality, race or ethnic origin, national or social origin, gender, skin colour, health status, disability, religion or other beliefs, age, sexual orientation, trade union membership or material standing, taking into account the real differences in the positions of individual employee groups.

Zavarovalnica Triglav protects the dignity and privacy of employees, taking appropriate measures to protect workers against mobbing and other repeated or systematic reprehensible or obviously negative and insulting behaviour or conduct directed against employees in the work place or in connection to their work.

Being aware of the fact that continuous and targeted professional training is crucial for developing and maintaining competences, Zavarovalnica Triglav offers its employees in the parent company and in subsidiaries the possibility of systemic specialised and general education and training. In this framework, employees have an opportunity to participate in various forms of training, including both in-house training courses and external formal forms of education. The purpose of the educational and training activities is to foster progress and the exchange of key knowledge crucial for the employees' expertise in individual divisions. Within the financing of educational and training activities, Zavarovalnica Triglav offers scholarships to attract potential young employees in areas of professional interest for the Company.

The long-term motivation of employees is also fostered by target-oriented management which the parent company supports with a system of annual target interviews with employees. During these interviews, employees and their superiors together set each employee's professional and development targets, which enable them to work towards their goals and give the Company an opportunity to objectively evaluate the individual employee's performance and contribution to the development goals of the entire Group.

Managing key, promising employees who hold or will hold jobs crucial for the business operations of the Company is also of utmost importance. Zavarovalnica Triglav develops specialised forms of training and adequate systems to support the careers of these employee groups.

Employees are systematically included in the decision-making process through direct and indirect participation. Direct participation is implemented through functions where employees are involved in the regulation of the conditions, organisation, dynamics and intensity of their work, as well as through different collective forms of employee participation in decision making (departmental and sectorial meetings, division colleges, etc.) Indirect participation is implemented through elected employee representatives in the Works Council in regional units and at the headquarters, and through the Works Council as the central body of employee participation. Another form of indirect participation is conducted through employee representatives in the Supervisory Board where they participate as workers' representatives in the decision-making process on issues concerning their interests.

In the process of collective bargaining, the employees participate in a three-party negotiating system between the Management Board and its services, the representative trade unions and the Works Council in order to regulate salaries and other working conditions.

12. FINAL PROVISIONS

The Corporate Governance Code of Zavarovalnica Triglav was adopted on 30 March 2010 by the Management Board and the Supervisory Board of Zavarovalnica Triglav and includes the amendments adopted by the Management Board and the Supervisory Board on 29 March 2011, 15 March 2012 and on _____2014.

The amendments to the Corporate Governance Policy of Zavarovalnica Triglav shall enter into force on the date of their adoption by the Management Board and the Supervisory Board. Shareholders and stakeholders are informed of their adoption and content through a public announcement in the SEOnet system and a simultaneous announcement on the website of Zavarovalnica Triglav.

The document is published on the website in Slovene and English.

Andrej Slapar
President of the Management Board

Matej Runjak
Chairman of the Supervisory Board

Benjamin Jošar
Management Board Member

Stanislav Vrtunski
Management Board Member

Marica Makoter
Management Board Member